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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
In re : Chapter 11
DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)
Debtors. : (Jointly Administered)
----- X

EXHIBIT D-10
GLOBAL SUBSIDIARIES (NON-US)
534.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Global Subsidiaries (Non-US)**

**Bill Date: 12/30/05
Bill Number: 1091378**

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	11/04/05	0.20	TELECONFERENCE WITH S. CORCORAN (0.2) RE POTENTIAL ACQUISITION AND NEXT STEPS.
BUTLER, JR. J	11/05/05	0.40	TELECONFERENCES TO/WITH S. COCORAN (0.1, 0.3) RE POTENTIAL ACQUISITION AND NEXT STEPS.
BUTLER, JR. J	11/13/05	0.30	REVIEW AND EVALUATE AUSTRIAN RESTRUCTURING MATTER (0.3).
BUTLER, JR. J	11/23/05	0.40	REVIEW AND EVALUATE ONDAS MATTER (0.2); EMAILS TO M. MCGUIRE AND S. CORCORAN RE SAME (0.2).
BUTLER, JR. J	11/28/05	0.30	EMAILS FROM/TO M. MCGUIRE AND OTHERS AT COMPANY RE ONDAS TRANSACTION (0.3).
BUTLER, JR. J	11/29/05	0.20	REVIEW EMAILS RE MALAYSIA STOCK TRANSFER (0.2).
BUTLER, JR. J	11/30/05	0.40	REVIEW EMAIL FROM M. SOMMERSTEIN RE PBGC CONCERNS ON AUSTRIAN INTERCOMPANY TRANSACTIONS AND FOLLOW-UP ON SAME AT COMPANY IN TROY (0.3); EMAIL FROM/TO M. MCGUIRE RE SAME (0.1).
		2.20	
COCHRAN EL	10/10/05	1.40	REVIEW AUTHORITY ISSUES RE MAJORITY-OWNED SUBSIDIARIES (1.4).
COCHRAN EL	11/29/05	1.30	REVIEW ISSUES RELATING TO TRANSFERS OF FOREIGN JV INTERESTS (1.3).
		2.70	
Hiestand NL	10/08/05	1.40	ATTEND TO GLOBAL COMMUNICATION MATERIALS, INCLUDING PRESS RELEASE, LETTERS, ETC. INTERFACE WITH CLIENT RE TRANSACTIONS (1.4).
Hiestand NL	10/09/05	4.50	VIDEO CONFERENCE WITH CLIENTS AND ADVISORS TO ADDRESS POST FILING ISSUES, OTHER MATTERS; PREPARATION AND FOLLOW UP RE SAME (3.8); MEETING WITH DELPHI INTERNATIONAL LEGAL AND COMMUNICATION TEAMS RE ISSUES FOR COMING WEEK (0.7).
Hiestand NL	10/10/05	3.60	MEETINGS WITH VARIOUS CLIENT REPS IN EUROPE RE GLOBAL ISSUES (3.6).
Hiestand NL	10/11/05	2.80	RESPOND TO NUMEROUS ENQUIRIES AT COMPANY RE CHAPTER 11, INTERNATIONAL ISSUES (2.8).

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Hiestand NL	10/12/05	3.50	PREPARE FOR AND ATTEND INTERNATIONAL TELECONFERENCE (1.9); FOLLOW UP (0.9); ATTEND STRATEGIC TELECONFERENCE (0.7).
Hiestand NL	10/13/05	3.60	REVIEW ISSUES RELATING TO JV'S (1.8); SALES AND INVESTMENTS (0.9); OTHER MATTERS (0.9).
Hiestand NL	10/14/05	2.30	PREPARE AND ATTEND CONFERENCE CALL WITH INTERNATIONAL COUNSEL; FOLLOW UP (1.7); CONFERENCE CALL WITH CLIENT AND ADVISORS (0.6).
Hiestand NL	10/17/05	3.20	ATTEND TO UK LIVERPOOL ISSUES, INCLUDING PENSION (1.8); FOREIGN SUPPLIES (1.4).
Hiestand NL	10/18/05	2.80	PREPARE FOR AND ATTEND INTERNATIONAL TELECONFERENCE; FOLLOW UP (2.1); ATTEND TO OTHER MATTERS (0.7).
Hiestand NL	10/19/05	1.90	MEETING WITH FINANCIAL ADVISER RE GERMANY (0.8); ATTEND TO OTHER MATTERS INCLUDING EUROPEAN RECLAMATION AND SET OFF (1.1).
Hiestand NL	10/20/05	2.10	CONTINUED REVIEW OF EUROPEAN COMMUNICATIONS (2.1).
Hiestand NL	10/21/05	2.20	INTERNATIONAL CONFERENCE CALL (0.4); PREPARATION AND FOLLOW UP (1.8).
Hiestand NL	10/22/05	2.20	REVIEW AND REVISE COMMUNICATIONS FOR CHAPTER 11, OTHERS (2.2).
Hiestand NL	10/24/05	1.60	REVIEW AND ATTEND TO ISSUES RE CALGON SECURITY (0.9); WORKS COUNCIL AND OTHER COMMUNICATION (0.7).
Hiestand NL	10/25/05	0.40	INTERNATIONAL TELECONFERENCE AND FOLLOW UP TO DISCUSS OPEN ISSUES (0.4).
Hiestand NL	10/26/05	0.70	REVIEW WITH CLIENT: RECLAMATION ISSUES (0.3); NOTICES FROM COURT AND RESPONSES (0.4).
Hiestand NL	10/27/05	1.40	ATTEND TO EUROPE CASH ISSUES, INCLUDING DRAFT OF MEMO (1.4).
Hiestand NL	10/28/05	1.20	REVIEW VARIOUS COMMUNICATIONS AND OTHER ISSUES (1.2).
Hiestand NL	11/01/05	0.90	ATTEND TO INTERNATIONAL ISSUES RE. CUSTOMERS (0.9).
Hiestand NL	11/03/05	4.60	MEETING WITH WORKING GROUP (4.6).
Hiestand NL	11/06/05	0.20	MISCELLANEOUS ISSUES (0.2).
Hiestand NL	11/07/05	1.40	ATTEND TO ISSUES RE CUSTOMERS, COMMUN (1.4).
Hiestand NL	11/09/05	0.40	ATTEND TO ISSUES RE INTL (0.4).

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Hiestand NL	11/10/05	0.40	PREPARE FOR CONFERENCE CALL WITH WORKING GROUP (0.4).
Hiestand NL	11/11/05	1.70	PREPARE FOR AND ATTEND CONFERENCE CALL; REVIEW VARIOUS MATTERS (1.7).
Hiestand NL	11/14/05	0.60	REVIEW ASIAN ISSUES (0.6).
Hiestand NL	11/15/05	1.70	ATTEND TO DELPHI SPAIN ISSUES AND OTHER MATTERS (1.7).
Hiestand NL	11/16/05	0.90	ATTEND TO SPAIN RESTRUCTURING ISSUES (0.9).
Hiestand NL	11/17/05	0.40	PREPARE FOR WEEKLY SESSION WITH TEAM (0.4).
Hiestand NL	11/18/05	3.40	PREPARE FOR AND ATTEND WORKING GROUP CONFERENCE TO DISCUSS MATTERS, PROCEEDINGS, ETC; FOLLOW UP (3.4).
Hiestand NL	11/20/05	2.20	ATTEND TO ISSUE OF THE ONDAS TRANSACTION AND RELATED MATTERS (1.4); REVIEW COMMITTEE MATERIALS (0.8).
Hiestand NL	11/22/05	4.10	REVIEW AND REVISE PENSION LETTER (0.9); REVIEW AND ADVISE RE. OFFSETS (2.6); PREPARED FOR CALL WITH COUNSEL TO ONDAS (0.6).
Hiestand NL	11/23/05	3.40	ATTEND TO ISSUES RE OFFSET (1.8); TELECONFERENCES AND FOLLOW UP RE SWITZERLAND (1.6).
Hiestand NL	11/25/05	0.30	ATTEND TO ONDAS TRANSACTION (0.3).
Hiestand NL	11/28/05	3.10	CONTINUE ANALYSIS AND DISCUSSION WITH CLIENT RE INTERCOMPANY TRANSFERS (1.3); OFFSETS (0.6); CONFERENCE CALL, PREPARATION AND FOLLOW UP RE ONDAS (1.2).
Hiestand NL	11/29/05	3.40	CONTINUED WORK ON ONDAS (2.2); MALAYSIAN SALE (0.6); OFFSET ISSUES WITH PARTICULAR ATTENTION TO BRAZIL (0.4); ARGENTINEAN IPSO FACTO ISSUE (0.2).
Hiestand NL	11/30/05	4.30	ATTEND TO MALAYSIAN SHARE ISSUE (0.8), OFFSET (0.8); ONDAS (1.4); GENERAL MATTERS (1.3).
		78.80	
Marafioti KA	11/21/05	0.30	WORK ON ISSUES RAISED BY AUSTRIAN RESTRUCTURING (0.3).
Marafioti KA	11/23/05	2.50	REVIEWED MOTION (1.1), PROPOSED ORDER (0.5), AND SUPPORTING DECLARATION (0.9) RE SHARE TRANSFER OF AUSTRIAN SUBSIDIARY.
		2.80	

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Total Partner		86.50
MATZ TJ	10/24/05	0.60 RESPONDING TO INQUIRY RE DELPHI KOREA CORPORATION AND NON-DEBTOR NOTICE OF COURT (0.6).
MATZ TJ	11/22/05	2.10 REVIEWING AND COMMENTING ON AUSTRIAN CONSOLIDATION MOTION (1.7); FOLLOW UP WORK AND DISCUSSIONS RE SAME (0.4).
MATZ TJ	11/23/05	2.50 FOLLOW UP TELECONFERENCE RE AUSTRIAN SUBSIDIARY MOTION FOR DEC. 16 HEARING (0.3); REVIEW AND REVISE AUSTRIAN SUBSIDIARY TRANSFER MOTION AND ORDER (1.0); FOLLOW-UP WORK AND DISCUSSIONS RE FINALIZING SAME (1.2).
MATZ TJ	11/30/05	0.90 TELECONFERENCE WITH M. SOMERSTEIN RE AUSTRIAN TAX REORGANIZATION MOTION (0.7); FOLLOW UP WORK RE SAME (0.2).
		6.10
Total Counsel		6.10
LOZANO P	10/10/05	1.50 REVIEW GENERAL CORPORATE QUESTIONS AND CORPORATE ACTIONS IN CONNECTION WITH NON-FILING SUBSIDIARIES (1.5).
LOZANO P	10/12/05	2.80 RESEARCH AND FOLLOW-UP IN CONNECTION WITH DOMESTIC SUBSIDIARIES THAT DID NOT FILE FOR CHAPTER 11 PROTECTION (2.8).
		4.30
MEISLER RE	11/13/05	0.50 REVIEW AUSTRIAN RESTRUCTURING MEMO (0.4); TELECONFERENCE WITH K. CRAFT RE SAME (0.1).
MEISLER RE	11/18/05	0.40 ATTENTION TO ONDAS TRANSACTION (0.3); CONFERENCE WITH M. MCGUIRE RE SAME (0.1).
MEISLER RE	11/19/05	1.60 REVIEWED ONDAS TRANSACTION AND ANALYZED (1.2); TELECONFERENCE WITH D. DE ELIZALDE RE SAME (0.3); DRAFTED CORRESPONDENCE RE SAME (0.1).
MEISLER RE	11/20/05	0.30 TELECONFERENCE WITH L. HIESTAND RE ONDAS (0.1); ATTENTION TO SAME (0.2).
		2.80
PILKINGTON C	10/09/05	7.80 DRAFTING PRESENTATIONS FOR EUROPEAN CUSTOMERS (2.1); ALL RELATED RESEARCH/ANALYSIS THERETO AND REVIEW ALL EUROPEAN MATERIAL (3.7); PREPARATION FOR AND ATTENDANCE AT VIDEO CONFERENCE (2.0).

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PILKINGTON C	10/10/05	9.70	ATTENDING CONFERENCE CALL WITH COMPANY AND ADVISORS (0.3); REVIEW OF KOREAN DUE DILIGENCE RESULTS AND ADVICE TO L. Hiestand (0.9); ANALYSIS OF KOREAN ENTITIES AND WHETHER ANY OPERATIONS/ASSETS SUBJECT TO CH 11 FILINGS (1.3); AMENDING EUROPEAN CUSTOMER PRESENTATION AND REVIEW ALL MATERIAL THERETO (1.1); REVIEW OF FINAL MEDIA PRESENTATION/DOCUMENTS TO ALL CONSTITUENCIES, INCLUDING CUSTOMERS, SUPPLIERS, VENDORS, ETC. (1.8); ANALYSIS/REVIEW OF FILED CH 11 COURT DOCUMENTS (2.3); REVIEW EUROPEAN PRESS REPORTS/ARTICLES (1.6); REVIEW S. MILLER'S EDITORIAL REVIEW MEETING ARTICLE (0.4).
PILKINGTON C	10/11/05	9.30	DRAFTING CUSTOMER PRESENTATION (4.9); TELECONFERENCE WITH L. Hiestand THERETO (0.2) AND REVIEW OF ALL RELEVANT COMMUNICATIONS PACKAGES, PUBLIC INFORMATION AND CASE DETAILS (1.7); WRITTEN ADVICE TO J. PARSONS (DELPHI UK) RE THE EFFECTS OF CHAPTER 11 ON DEOC PENSIONS PLAN AND ONGOING FUNDING OF THE PLAN (0.9); TELECONFERENCE WITH CMS C. MCKENNA RE DEOC PENSIONS ISSUE (0.3); REVIEW "MORAL HAZARD"/PENSION ACT 2004 ANALYSIS ON DEOC PENSIONS SCHEME (1.3).
PILKINGTON C	10/12/05	3.80	TELECONFERENCE WITH L. Hiestand AND AMENDING/DISTRIBUTING REVISED VERSION OF THE EUROPEAN CUSTOMER PRESENTATION (0.2); REVIEW OF AMENDED VERSION/COMMENTS OF S. GANT (3.6).
PILKINGTON C	10/13/05	3.00	REVIEW C. MCKENNA EMAIL RE DEOC PENSION FUND (0.3); RESEARCH/ANALYSIS ABILITY OF COMPANY TO REDUCE/CEASE PAYMENTS TO FUND (1.2); SUMMARY TO B. KATZ AND L. Hiestand (0.2); DAILY TELECONFERENCE WITH COMPANY AND ALL ADVISORS (1.3).

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PILKINGTON C	10/17/05	7.50	CONFERENCE CALL WITH COMPANY AND ALL ADVISORS (0.3); ANALYSIS OF ISSUES RE TRANSFER OF MALYSIAN SHARES TO NON-DEBTOR DELPHI ENTITY (0.8); REVIEW OF ALL CORRESPONDENCE AND ISSUES THERETO (0.4); ANALYSIS OF ADVICE RE ORDER AUTHORIZING PAYMENT OF PREPETITION OBLIGATIONS TO FOREIGN CREDITORS (0.4); ANALYSIS OF ISSUES RE LETTER FROM DELPHI AUSTRALIA TO QBE (0.4); REVIEW ALL CORRESPONDENCE THERETO (0.4); AMENDING/UPDATING INTERNATIONAL "KEY ISSUES" DOCUMENT IN LIGHT OF OVERSEAS DEVELOPMENTS (2.2); REVIEW OF EMAIL OF J. PARSONS AND SLAUGHTER AND MAY RE ADVICE TO EMPLOYEES ON DEOC PENSIONS MATTER (0.2); ANALYSIS OF ISSUES THERETO AND ADVICE (0.5); ANALYSIS OF ADVICE OF CAMERON MCKENNA (0.2); RESEARCH RE PENSIONS PROTECTION FUND APPLICATION IN UK (1.7).
PILKINGTON C	10/18/05	4.80	ATTENDING CONFERENCE CALL WITH COMPANY AND ALL ADVISORS (0.2); ATTENDING INTERNATIONAL CONFERENCE CALL WITH M. MCGUIRE AND REGIONAL LEGAL DELPHI HEADS (0.4); PREPARATION FOR SAME (1.2); REVIEW AND ANALYSIS OF RECLAMATION NOTICES/DEMANDS (1.7); REVIEW OF STATE STREET BANK AND TRUST CO. NOTICE OF STATUS AS SUBSTANTIAL EQUITY HOLDER AND NOTICE OF INTENT TO SELL, TRADE OR OTHERWISE TRANSFER AN EQUITY INTEREST (0.4); REVIEW FILE CORRESPONDENCE/EMAIL COMMUNICATIONS RE INTERNATIONAL ISSUES RELATING TO CUSTOMER/SUPPLIER CONCERNS (0.9).
PILKINGTON C	10/19/05	6.50	REVIEW OF RECLAMATION DEMANDS AND NOTICES AND ASSOCIATED CORRESPONDENCE (2.4); AMENDING INTERNATIONAL CONTINGENCY PLANNING KEY ISSUES SUMMARY DOCUMENT RE POST-FILING DEVELOPMENTS (2.7); REVIEW OF ISSUES RE RECLAMATION DEMAND AGAINST DEOC, FOLLOW UP WITH J. LYONS/T. MATZ AND REVIEW OF ALL CORRESPONDENCE THERETO (1.4).
PILKINGTON C	10/21/05	0.80	PREPARATION FOR AND ATTENDING INTERNATIONAL STATUS UPDATE CONFERENCE CALL (0.8).

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PILKINGTON C	10/25/05	3.90	PREPARATION FOR AND ATTENDING INTERNATIONAL STATUS UPDATE CONFERENCE CALL (1.2); FOLLOW UP/SUMMARY EMAILS TO L. Hiestand AND M. McGuire (0.2); ANALYSIS OF SOLVENCY POSITIONS OF UK COMPANIES AND ISSUES RELATING TO SIGNING-OFF ON ANNUAL ACCOUNTS; EVALUATING POSITION/ISSUES RE DELPHI LOCKHEAD (1.6); ANALYSIS OF ISSUES RE CALYON (LOAN/SECURITIZATION FACILITY) AND LIAISON WITH L. Hiestand RE SAME (0.9).
PILKINGTON C	10/26/05	5.80	REVIEW OF FINAL VERSIONS OF MEDIA BACKGROUND AND GUIDELINES FOR NON-US MANAGERS FOR ALL OVERSEAS JURISDICTIONS (1.8); REVIEW OF VARIOUS RECLAMATION NOTICES/DEMANDS AND ASSOCIATED CORRESPONDENCE (2.1); REVIEW OBJECTION TO FINANCING MOTIONS/INTERIM DIP ORDER ETC. (0.6); REVIEW LETTER OF ARMACELL RE QUERY ABOUT TERMS AGREEMENT (0.2); EMAIL ADVICE TO T. MATZ RE RECLAMATION DEMANDS AGAINST NON-US ENTITIES (0.4); TELECONFERENCE WITH B. KATZ/S. GAUT RE COURT CORRESPONDENCE WITH D. EUROPEAN ENTITIES AND DEOC EMPLOYEES AND PRACTICAL MEASURES (0.2); FOLLOW UP ADVICE AND CONFERENCE CALL WITH L. Hiestand/B. KATZ (0.2); ANALYSIS OF ALL ISSUES THERETO (0.3).
PILKINGTON C	10/27/05	7.90	TELECONFERENCE WITH B. KATZ AND LEGAL RESEARCH RE WHETHER POST-PETITION DELIVERIES QUALIFY AS "ADMINISTRATIVE EXPENSES", ADVICE THERETO (1.3); ANALYSIS OF RIGHTS OF SET OFF OF NON-US DELPHI ENTITIES AGAINST DELPHI US RE PRE-PETITION PAYABLES/RECEIVABLES; EVALUATION OF ISSUES THERETO (0.5); REVIEW OF DELPHI CASE CORRESPONDENCE, INCLUDING (I) OBJECTIONS TO FINANCING ARRANGEMENTS; (II) OBJECTIONS BY UTILITIES TO CONTINUED SUPPLY WITHOUT FURTHER ASSURANCE; AND (III) QUERIES FROM INDIVIDUAL SHAREHOLDERS (2.9); ARRANGING AND PREPARATION FOR INTERNATIONAL TELECONFERENCE (0.6); REVIEW OF DEOC PENSION PLAN TRUSTEE LETTER (1.4); A REVIEW OF ISSUES THERETO AND DRAFTING RESPONSE FROM DELPHI (0.8); REVIEW ALL RELEVANT MATERIAL THERETO (0.4).

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PILKINGTON C	10/28/05	6.70	AMENDING/DISTRIBUTING LETTER OF RESPONSE FROM DEOC TO PENSIONS TRUSTEE; REVIEW OF B. KATZ REVISED VERSION (1.3); REVIEW OF CORRESPONDENCE RE CONFIDENTIALITY AGREEMENT RELATING TO THE PROVISION OF INFORMATION ABOUT THE UK PENSION PLANS (0.7); PREPARATION FOR, AND ATTENDING, INTERNATIONAL STATUS UPDATE CALL (0.6); RESEARCH/ADVICE RE. SET-OFF BETWEEN PRE-PETITION SUPPLIER/AMOUNTS OWED BETWEEN DELPHI US/NON-US ENTITIES (2.3); UPDATING, INTERNATIONAL KEY ISSUES DOCUMENTS (1.8).
PILKINGTON C	10/31/05	3.00	ADVICE RE: ABILITY OF CUSTOMERS TO SET-OFF PRE-PETITION RECEIVABLES; ADVICE TO B. KATZ (1.3); REVIEW FILE CORRESPONDENCE INCLUDING ASSERTION OF LIEN AND LETTERS FROM DELPHI SHAREHOLDERS RE INDIVIDUAL SHARE HOLDINGS (1.7).
PILKINGTON C	11/01/05	4.80	REVIEW OF FINAL DIP ORDER (2.2); REVIEW OF FILE CORRESPONDENCE (0.9); REVIEW OF ISSUES/BACKGROUND TO CALYON NEGOTIATIONS AND ANALYSIS OF POSITION (0.9); REVIEW OF SET-OFF ISSUES FOR NON-US DELPHI ENTITIES (0.8).
PILKINGTON C	11/02/05	1.10	DRAFTING INTERNATIONAL UPDATE NOTE (1.1).
PILKINGTON C	11/03/05	2.60	REVIEW FILE CORRESPONDENCE (1.1) TELECONFERENCE WITH L. HIESTAND RE. STATUS OF INTERNATIONAL MATTERS (0.3); ADVICE RE M. MC GUIRE RE. INTER-CO TRANSACTIONS TO BE COVERED BY "DE MINIMIS" MOTION (1.2).
PILKINGTON C	11/04/05	1.90	LOCATING ADVICE ON INTERCOMPANY TRANSACTIONS COVERED/ NOT COVERED BY THE "DE MINIMIS" ASSET MOTION (0.8); REVIEW OF FILE CORRESPONDENCE (DISTRIBUTION LIST MATERIAL) (1.1).
PILKINGTON C	11/08/05	0.80	FOLLOW UP RE RECLAMATION CLAIMS AGAINST OVERSEAS ENTITIES (0.8).
PILKINGTON C	11/09/05	3.10	REVIEW OF M. MC GUIRE MEMO RE. DE MINIMIS DIVESTURES/INVESTMENTS AND ANALYSIS OF ISSUES (1.4); REVIEW OF EUROPEAN/EOC RECLAMATION DEMAND ISSUES AND LIAISON WITH M. MICHELI (0.8); REVIEW ALL FILE CORRESPONDENCE (DISTRIBUTION LIST) (0.9).
PILKINGTON C	11/10/05	2.80	REVIEW OF FILE CORRESPONDENCE (DISTRIBUTION LIST MATERIAL) (0.7); ANALYSIS AND UPDATE OF ONGOING INTERNATIONAL PLANNING ISSUES (2.1).

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PILKINGTON C	11/22/05	4.90	REVIEW CORRESPONDENCE RE US/NON-US SUBS PRE/POST-PETITION SET-OFF RECEIVABLES ISSUES (1.2); TELECONFERENCE WITH L. Hiestand RE THE SAME (0.2); ANALYSIS (ADVICE TO J. PARSONS RE SIGNING SOLVENCY CERTIFICATE FOR UK SUBSIDIARIES (1.6); REVIEW OF DRAFT LETTER FROM UK PENSIONS GROUP TO UK EMPLOYEES RE DEOC PENSIONS PLAN (1.3); LIAISON WITH L. Hiestand/K. WEBSTER AND AMENDING/DISTRIBUTING REVISED VERSION (0.6).
PILKINGTON C	11/23/05	3.90	REVIEW OF DISTRIBUTION LIST FILE CORRESPONDENCE (2.8); REVIEW/ANALYSIS OF INTERCOMPANY SET-OFF ISSUES AND REVIEW OF CASH MANAGEMENT AGREEMENT (1.1).
PILKINGTON C	11/25/05	1.80	REVIEW OF DISTRIBUTION LIST FILE CORRESPONDENCE, INCLUDING TRANSCRIPTS OF THE MOTION BEFORE COURT (1.8).
PILKINGTON C	11/28/05	1.90	REVIEW/ANALYSIS OF ALL CORRESPONDENCE THE ONDAS ISSUE; DRAFTING SUMMARY OF THE SAME (1.9).
PILKINGTON C	11/29/05	3.20	REVIEW OF DISTRIBUTION LIST CORRESPONDENCE, INCLUDING CASE ADMINISTRATION BINDER (2.1); REVIEW OF ISSUES/CORRESPONDENCE RE TRANSFER OF DELPHI MALAYSIA SHARES/BANKRUPTCY COURT APPROVAL ISSUES; BACKGROUND RESEARCH THERETO (1.1).
PILKINGTON C	11/30/05	1.90	DRAFTING SUMMARY OF ONDAS ISSUE AND "ORDINARY COURSE OF BUSINESS" ANALYSIS (1.7); REVIEW DISTRIBUTION LIST CORRESPONDENCE (0.2).
115.20			
TOUSSI S	11/15/05	1.60	EDIT AND REVISE PAGES RE PROPOSED AUSTRIAN TAX CONSOLIDATION MOTION (1.2), FOLLOW-UP ISSUES RE SAME (0.4).
TOUSSI S	11/18/05	1.70	ADDRESS ISSUES RE MOTION RE CONSOLIDATION OF AUSTRIAN SUBSIDIARIES (0.5), DRAFT AND REVISE MOTION AND SUPPORTING DOCUMENTS (1.2).
TOUSSI S	11/21/05	5.10	DRAFT AND REVISE MOTION TO TRANSFER SHARES AND MERGE AUSTRIAN SUBSIDIARIES (3.0); RESEARCH ISSUES RE SAME (1.0); ADDRESS AND RESOLVE ISSUES RE EVIDENCE, PROCESS AND NOTICE ISSUES (1.1).

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TOUSSI S	11/22/05	7.60	EDIT AND REVISE MOTION TO APPROVE TRANSFER OF SHARES AND MERGER OF AUSTRIAN HOLDING COMPANIES (1.8); RESEARCH ISSUES RE SAME (1.5); DRAFT, EDIT AND REVISE PROPOSED ORDER, AFFIDAVIT OF R. SPARKS IN SUPPORT OF MOTION (2.5); VARIOUS TELECONFERENCE RE SAME (0.6), INCORPORATE COMMENTS FROM VARIOUS PEOPLE (1.2).
TOUSSI S	11/23/05	6.80	EDIT AND REVISE MOTION TO CONSOLIDATE AUSTRIAN SUBSIDIARIES (1.7); ADDRESS INTERNAL AND IN-HOUSE COMMENTS (1.3); INCORPORATE SAME INTO MOTION PAPERS (1.6); EDIT AND REVISE AFFIDAVIT IN SUPPORT OF MOTION, PROPOSED ORDER AND NOTICE (1.3); FOLLOW-UP ISSUES WITH B. SPARKS RE HIS AFFIDAVIT (0.9).
TOUSSI S	11/30/05	1.50	PREPARE FOR MEETING RE AUSTRIAN SUB CONSOLIDATION MOTION (0.8); MEETING WITH IN-HOUSE AND CREDITORS' COMMITTEE ADVISORS TO DISCUSS SAME (0.7).
		24.30	
Total Associate		146.60	
TOTAL TIME		<u>239.20</u>	
CLIENT TOTAL		<u>9393.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Global Subsidiaries (Non-US)**

**Bill Date: 12/30/05
Bill Number: 1091378**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	10/14/05	Copy Center, D	17.00
		TOTAL IN-HOUSE REPRODUCTION	\$17.00
Telephone Expense	10/13/05	Telecommunications, D	81.07
Telephone Expense	10/28/05	Telecommunications, D	0.53
Telephone Expense	10/28/05	Telecommunications, D	8.01
Telephone Expense	10/28/05	Telecommunications, D	0.73
Telephone Expense	10/28/05	Telecommunications, D	2.25
Telephone Expense	10/28/05	Telecommunications, D	3.24
Telephone Expense	10/28/05	Telecommunications, D	0.58
Telephone Expense	10/28/05	Telecommunications, D	43.61
Telephone Expense	11/11/05	Telecommunications, D	23.02
Telephone Expense	11/14/05	Telecommunications, D	23.43
Telephone Expense	11/23/05	Telecommunications, D	0.68
Telephone Expense	11/23/05	Telecommunications, D	0.26
Telephone Expense	11/23/05	Telecommunications, D	1.79
Telephone Expense	11/23/05	Telecommunications, D	3.28
Telephone Expense	11/23/05	Telecommunications, D	0.50
Telephone Expense	11/23/05	Telecommunications, D	0.02
		TOTAL TELEPHONE EXPENSE	\$193.00
Postage	11/08/05	Dist Serv/Mail/Page, D	28.00
		TOTAL POSTAGE	\$28.00
Vendor Hosted Teleconferencing	10/31/05	LegalConnect	161.53
Vendor Hosted Teleconferencing	10/31/05	LegalConnect	289.44
Vendor Hosted Teleconferencing	11/30/05	LegalConnect	294.03
		TOTAL VENDOR HOSTED TELECONFERENCING	\$745.00
Telephone - Long Distance	11/24/05	Hiestand NL	14.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL TELEPHONE - LONG DISTANCE	\$14.00
Air/Rail Travel (external)	10/10/05	Ian Allan Travel Ltd.	413.81
Air/Rail Travel (external)	10/12/05	Ian Allan Travel Ltd.	610.53
Air/Rail Travel (external)	11/15/05	Ian Allan Travel Ltd.	-356.34
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$668.00
Out-of-Town Travel	10/09/05	Hiestand NL	65.19
Out-of-Town Travel	10/09/05	Hiestand NL	20.03
Out-of-Town Travel	10/11/05	Hiestand NL	47.42
Out-of-Town Travel	10/12/05	Hiestand NL	1,600.21
Out-of-Town Travel	10/12/05	Hiestand NL	47.42
Out-of-Town Travel	10/25/05	Pilkington C	65.73
		TOTAL OUT-OF-TOWN TRAVEL	\$1,846.00
Other Professional Fees	10/21/05	Kim & Chang	2,499.00
		TOTAL OTHER PROFESSIONAL FEES	\$2,499.00
Out-of-Town Meals	10/09/05	Hiestand NL	6.63
Out-of-Town Meals	10/11/05	Hiestand NL	6.27
Out-of-Town Meals	10/12/05	Hiestand NL	165.82
Out-of-Town Meals	10/12/05	Hiestand NL	6.28
		TOTAL OUT-OF-TOWN MEALS	\$185.00
Telco-Non Astra	11/14/05	Telecommunications, D	6.00
		TOTAL TELCO-NON ASTRA	\$6.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Wireless - Mobile/Cellular/Pager	10/31/05	Hiestand NL	679.81
Wireless - Mobile/Cellular/Pager	11/24/05	Hiestand NL	46.19
TOTAL WIRELESS - MOBILE/CELLULAR/PAGER			\$726.00
TOTAL MATTER			\$6,927.00
TOTAL CLIENT			\$379,033.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Global Subsidiaries (Non-US)

Bill Date: 01/31/06
Bill Number: 1092991

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	12/01/05	0.20	EMAILS FROM/TO M. MC GUIRE RE PROPOSED AUSTRIAN RESTRUCTURING TRANSACTION (0.2).
BUTLER, JR. J	12/02/05	0.30	EMAILS AND ANALYSIS RE PROPOSED MALAYSIAN RESTRUCTURING TRANSACTION (0.3).
BUTLER, JR. J	12/03/05	0.20	EMAILS AND ANALYSIS RE PROPOSED MALAYSIAN RESTRUCTURING TRANSACTION (0.2).
BUTLER, JR. J	12/04/05	0.30	EMAILS AND ANALYSIS RE PROPOSED MALAYSIAN RESTRUCTURING TRANSACTION (0.3).
BUTLER, JR. J	12/05/05	0.30	REVIEW UCC DUE DILIGENCE REQUEST ON AUSTRIAN INTERCOMPANY TRANSACTIONS AND FOLLOW-UP ON SAME AT COMPANY IN TROY (0.3).
BUTLER, JR. J	12/11/05	0.30	REVIEW EMAILS FROM R. O 'NEAL AND R. REMENAR RE CAPITAL CONTRIBUTIONS AND RELATED MATTERS FOR SPANISH AND OTHER SUBSIDIARIES (0.3).
BUTLER, JR. J	12/13/05	0.30	CONTINUE TO REVIEW UCC STATEMENT RE AUSTRIAN RESTRUCTURING AND POTENTIAL RESPONSE (0.3).
		1.90	
Hiestand NL	12/01/05	3.90	PREPARE FOR AND ATTEND CALL WITH INTERNATIONAL COUNSEL TO DISCUSS ISSUES (2.3); FOLLOW UP RE SETTLEMENT, OFFSET, ORDINARY COURSE TRANSACTIONS (1.6).
Hiestand NL	12/02/05	3.30	PREPARE ANALYSIS OF MALAYSIAN SHARES ISSUE; SETTLEMENT (1.6); PREPARE AND ATTEND CALL WITH SENIOR ADVISERS (1.7).
Hiestand NL	12/05/05	1.80	ATTEND TO SETTLEMENT AND SHARE TRANSFERS (1.8).
Hiestand NL	12/06/05	0.60	ATTEND TO SETTLEMENT, MALAYSIAN (0.6).
Hiestand NL	12/07/05	1.60	MALAYSIAN SHARES ANALYSIS; SETTLEMENT ANALYSIS, OFFSET (1.6).
Hiestand NL	12/08/05	5.10	CONTINUED WORK ON MALAYSIA (2.2); OFFSETS (0.7); CHINA TRANSACTION (1.3); REVIEW UCC MATERIALS (0.9).
Hiestand NL	12/09/05	0.80	ATTEND TO ISSUES RE. DEMINIMIS SALE (0.4) CHINA SALE (0.4); OTHERS.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Hiestand NL	12/12/05	1.40	ATTEND TO PENSION ISSUES (0.4); DE MINIMIS SALE PROCEDURES (0.4); AUSTRIAN ISSUES (0.6).
Hiestand NL	12/13/05	4.90	CONFERENCE CALL WITH CLIENT RE SALES (CATALYST) AGREEMENT (1.3); PREPARATION AND FOLLOW UP (1.7); OTHER MATTERS (1.9).
Hiestand NL	12/14/05	4.50	ATTEND TO ACM DECISION (0.8); PREPARE FOR AND FOLLOW UP RE FRENCE MATTER; ATTEND CALL (1.5); CONTINUED REVIEW AND WORK IN SETTLEMENT ISSUES (1.8); MALAYSIAN JV (0.4).
Hiestand NL	12/15/05	1.60	ATTEND TO MALAYSIA ISSUE (0.8) SET OFF (0.8).
Hiestand NL	12/16/05	3.20	ATTEND STATUS CALL (2.3); OFFSET (0.9).
Hiestand NL	12/19/05	3.30	ANALYSIS REVIEW AND NUMEROUS CALLS RE SBERBANK (3.3); MEETING WITH B. DANGREMOND TO DISCUSS S EUROPEAN ISSUES.
Hiestand NL	12/20/05	0.60	CONTINUED WORK ON DHJB OFFSET ISSUE (0.6).
Hiestand NL	12/21/05	1.20	CONTINUED ATTENTION TO ISSUES (1.2).
Hiestand NL	12/22/05	0.40	ATTENTION TO BRAZILIAN FEE ISSUES (0.4).
Hiestand NL	12/23/05	0.40	ATTENTION TO BRAZILIAN FEE ISSUES (0.4).
Hiestand NL	12/26/05	2.30	ANALYZE AND HAVE CONFERENCE CALL WITH BRAZIL RE NETTING WITH FOLLOW UP (1.7); ATTEND TO OTHER ISSUES INCLUDING TRANSLATION, ETC. (0.6).
Hiestand NL	12/28/05	0.70	REVIEW VARIOUS ISSUES IN CONNECTION WITH MEETING (0.7).
Hiestand NL	12/30/05	0.80	ATTEND TO BRAZILIAN ISSUES (0.8).
		42.40	
Marafioti KA	12/05/05	0.50	ANALYZE ISSUES RE AUSTRIAN TAX RESTRUCTURING (0.1) AND COMMITTEE DUE DILIGENCE REQUEST (0.4).
Marafioti KA	12/06/05	0.40	REVIEWED PROPOSED RESPONSES TO LATHAM INFORMAL DOCUMENT DISCOVERY RE AUSTRIAN RESTRUCTURING (0.3); TELECONFERENCE WITH J. SHEEHAN RE AUSTRIAN RESTRUCTURING (0.1).
Marafioti KA	12/07/05	1.40	WORK ON ISSUES RE AUSTRIAN TAX RESTRUCTURING (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	12/08/05	0.20	CORRESPONDENCE FROM AND TO PBGC RE AUSTRIAN TAX RESTRUCTURING (0.1) AND FOLLOW UP WITH COMMITTEE RE SAME (0.1).
MARAFIOTI KA	12/12/05	0.20	WORK ON ISSUES RE AUSTRIAN RESTRUCTURING (0.2).
MARAFIOTI KA	12/13/05	0.20	TELECONFERENCE WITH R. EISENBERG RE AUSTRIAN RESTRUCTURING (0.2).
MARAFIOTI KA	12/14/05	0.40	CORRESPONDENCE TO PARTIS RE AUSTRIAN TAX RESTRUCTURING AND WAIVER OF HEARING (0.1); CORRESPONDENCE WITH J. SHEEHAN RE SAME (0.1); FOLLOW UP (0.2).
MARAFIOTI KA	12/15/05	0.20	ANALYZE REPORTING ISSUES RE INTER-COMPANY LOANS (0.2).
MARAFIOTI KA	12/19/05	0.10	ANALYZE BRAZILIAN SETOFF ISSUE (0.1).
MARAFIOTI KA	12/20/05	0.60	RESEARCH BRAZILIAN SETOFF ISSUES (0.3); ANALYZE EQUITY CONTRIBUTION ISSUES RE FURAKAWA (0.3).
MARAFIOTI KA	12/21/05	0.20	CORRESPONDENCE RE AUSTRIAN RESTRUCTURING ORDER (0.2).
MARAFIOTI KA	12/30/05	1.30	WORK ON CORRESPONDENCE RE AUSTRIAN RESTRUCTURING (1.3).
		5.70	
Total Partner		50.00	
MATZ TJ	12/01/05	0.80	PARTICIPATE IN CONFERENCE CALL RE INTERNATIONAL ISSUES (0.8).
MATZ TJ	12/13/05	2.30	WORK ON POSSIBLE RESPONSE RE AUSTRIAN SUBSIDIARY MOTION AND REVIEW MATERIAL IN RESPECT THEREOF (1.6); REVIEW AND COMMENT ON DRAFT RESPONSE TO CREDITORS' COMMITTEE STATEMENT (0.7).
MATZ TJ	12/14/05	1.60	CONTINUING WORK RE POSSIBLE REPLY RE AUSTRIAN SUBSIDIARY MOTION (0.8); TELECONFERENCES AND CORRESPONDENCE WITH CHAMBERS AND PARTIES IN INTEREST RE SAME (0.8).
		4.70	
Total Counsel		4.70	
DE ELIZALDE D	12/01/05	2.80	ANALYSIS OF THE ONDAS AGREEMENT (2.8).
		2.80	
HERRIOTT AV	12/14/05	4.40	BEGIN ADDRESSING POTENTIAL SETTLEMENT ISSUE AND BEGIN PREPARING RELATED PLEADINGS (4.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	12/15/05	2.40	CONTINUE ANALYZING BRAZILIAN LITIGATION ISSUE AND DRAFTING CONTINGENCY MOTION (2.4).
		6.80	
MEISLER RE	12/14/05	2.60	EVALUATE POTENTIAL SETTLEMENT WITH CITIBANK BRAZIL (0.5); REVIEWED AND COMMENTED ON DRAFT OF PLEADINGS RE SAME (1.7); ATTENTION TO HEARING RE AUSTRIAN RESTRUCTURING MOTION (0.4).
MEISLER RE	12/15/05	1.20	EVALUATE CITIBANK BRAZIL SETTLEMENT TERMS AND ANALYZED SAME (0.6); TELECONFERENCE WITH L. Hiestand, C. PILKINGTON AND A. HERRIOTT RE SAME (0.5); FOLLOW-UP WITH A. HERRIOTT RE SAME (0.1).
MEISLER RE	12/20/05	0.30	EVALUATE CITIBANK BRAZIL SETTLEMENT (0.3).
MEISLER RE	12/21/05	0.40	EVALUATE COMPANY INQUIRY RE PAYMENT OF LEGAL FEES IN CONNECTION WITH CITIBANK BRAZIL SETTLEMENT (0.4).
MEISLER RE	12/30/05	0.20	TELECONFERENCE WITH L. Hiestand RE CITIBANK BRAZIL (0.2).
		4.70	
PILKINGTON C	12/01/05	2.00	PREPARATION FOR AND ATTENDANCE ON INTERNATIONAL UPDATE CALL; SUMMARY OF KEY POINTS TO L. Hiestand (1.3); REVIEW DISTRIBUTION LIST CORRESPONDENCE (0.7).
PILKINGTON C	12/02/05	2.80	REVIEW OF DISTRIBUTION LIST CORRESPONDENCE (1.2); DRAFTING BULLET POINT SUMMARY OF MALAYSIAN SHARE TRANSFER ISSUES FOR CREDITORS' COMMITTEE PRESENTATION (1.6).
PILKINGTON C	12/03/05	2.40	DRAFTING AND AMENDING MALAYSIAN SHARE TRANSFER SUMMARY; REVIEW KEY MATERIAL THERETO (2.4).
PILKINGTON C	12/05/05	2.80	REVIEW OF CORRESPONDENCE RE MALAYSIAN SHARE TRANSFER ISSUE (0.8); REVIEW OF CORRESPONDENCE RE DHB LITIGATION SETTLEMENT AND FOLLOW UP (1.1); REVIEW OF DISTRIBUTION LIST CORRESPONDENCE (0.9).
PILKINGTON C	12/06/05	2.30	PREPARATION OF MEMO RE DHB/CITIBANK SETTLEMENT ISSUE AND ALL DUE DILIGENCE THERETO (2.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP, AND AFFILIATES

PILKINGTON C	12/07/05	2.30	REVIEW DISTRIBUTION LIST FILE CORRESPONDENCE (0.7); REVIEW/ANALYSIS/FOLLOW UP ON ISSUES RE DHB/CITIBANK BRAZIL SETTLEMENT (1.2); ARRANGING/ANALYSIS ISSUES RE INTERNATIONAL UPDATE CONFERENCE CALL (0.4).
PILKINGTON C	12/09/05	6.20	REVIEW/ANALYSIS OF CONTRACT TRANSFERRING DEH'S 50% SHARE IN CHINESE JV TO JOINT VENTURE PARTNER; COMMENTS ON THE SAME (2.1); ADVICE AND ANALYSIS OF PROPOSAL FOR MALAYSIAN JV PARTNER TO TRANSFER ITS SHARES TO KOREAN ENTITY; ADVICE RE NECESSARY COMMENTS AND BANKRUPTCY COURT / VCC APPROVALS; TELEPHONE CALL WITH R. MEISLER RE THE SAME (1.7); REVIEW ALL BACKGROUND BANKING/ASSIGNMENT DOCUMENTS RE THE SETTLEMENT BETWEEN DHB AND CITIBANK BRAZIL; SUMMARY TO L. Hiestand (2.4).
PILKINGTON C	12/13/05	7.30	REVIEW OF UCC MEETING PRESENTATION SLIDES (8/9 DECEMBER 2005) (1.9); REVIEW/ANALYSIS OF CORRESPONDENCE RE TRANSFER OF MALAYSIAN SHARES AND ALL ISSUES THERETO (1.8); REVIEW/ANALYSIS OF CORRESPONDENCE RE TRANSFER OF SHARES IN CHINESE JV AND ALL ISSUES THERETO (1.6); REVIEW ONGOING TASK LIST ISSUES AND SUMMARY OF INTERNATIONAL ISSUES TO T. MATZ AND R. MEISLER (1.1); REVIEW/ANALYSIS OF CORRESPONDENCE RE DE MINIMIS DIVESTURES/INVESTMENTS AND ALL ISSUES THERETO (0.9).
PILKINGTON C	12/14/05	5.80	REVIEW OF DISTRIBUTION LIST FILE CORRESPONDENCE (1.4); PREPARATION OF A MEMORANDUM RE FACTUAL BACKGROUND TO THE CITIBANK/DHB SETTLEMENT ISSUE; ANALYSIS OF ALL ISSUES/CORRESPONDENCE THERETO (4.2); ADVICE R. MEISLER RE CURRENT STATUS OF DELPHI MALAYSIA ISSUE (0.2).
PILKINGTON C	12/15/05	5.40	REVIEW OF DISTRIBUTION LIST FILE CORRESPONDENCE (0.8); REVIEW OF ALL COMMUNICATIONS RE DMB SETTLEMENT REVIEW OF DRAFT MOTION AND COMMENTS THEREON; TELECONFERENCE WITH R. MEISLER/A. HERRIOTT, ALL ISSUES AND COMMUNICATIONS THERETO (3.1); ANALYSIS OF ALL ISSUES/CORRESPONDENCE RE INTER-COMPANY SET-OFF; TELECONFERENCE WITH R. BAXTER; ATTENDANCE NOTE OF THE SAME (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PILKINGTON C	12/16/05	3.80	REVIEW OF 29 NOVEMBER HEARING TRANSCRIPT (1.9); REVIEW/ANALYSIS OF ALL CORRESPONDENCE AND DOCUMENTATION ON DHB/CITIBANK SETTLEMENT ISSUE (1.9).
PILKINGTON C	12/19/05	1.80	REVIEW DISTRIBUTION LIST FILE CORRESPONDENCE (1.8).
PILKINGTON C	12/20/05	2.50	REVIEW STATUS OF DE MINIMIS DIVESTITURES/INVESTMENT ISSUES AND ALL CORRESPONDENCE THERETO (1.3); REVIEW ONGOING ISSUES/CORRESPONDENCE RE DHB/CITIBANK SETTLEMENT (1.2).
PILKINGTON C	12/21/05	4.70	REVIEW DISTRIBUTION LIST FILE CORRESPONDENCE (1.2); REVIEW/ANALYSIS OF ALLIED SET-OFF ISSUES AND BRAZIL/DAS LLC SET-OFF QUERY (0.9); REVIEW TANK LIST INTERNATIONAL ISSUES AND UPDATE ADVICE TO T. MATZ/R. MEISLER (1.9); REVIEW OBJECTIONS/MOTIONS FOR S/1/06 HEARING (0.7).
PILKINGTON C	12/22/05	2.90	ANALYSIS OF UK PENSIONS POSITION (1.1); ANALYSIS OF ISSUES RE SOLVENCY POSITIONS/FUNDING REQUIREMENTS OF EUROPEAN SUBS (1.8).
PILKINGTON C	12/23/05	1.50	REVIEW OF DE MINIMUS DIVESTITURES/INVESTMENT ISSUES AND ALL OUTSTANDING INTERNATIONAL MATTERS (1.5).
		56.50	
TOUSSI S	12/01/05	1.60	TELECONFERENCE WITH PBGC TO DISCUSS AUSTRIAN SUB CONSOLIDATION MOTION AND TO ADDRESS PBGC CONCERNS (0.6); FOLLOW-UP ISSUES RE DOCUMENTS RE SAME (0.7); VARIOUS DISCUSSION RE SAME (0.3).
TOUSSI S	12/02/05	1.20	ADDRESS ISSUES RE AUSTRIAN SUB CONSOLIDATION (0.4); REVIEW DOCUMENTS PRIOR TO DISTRIBUTION TO CREDITORS' COMMITTEE AND PBGC (0.5); VARIOUS CORRESPONDENCE RE SAME (0.3).
TOUSSI S	12/05/05	1.00	ADDRESS ISSUES RE AUSTRIAN SUB CONSOLIDATION AND PROVIDING INFORMATION TO THE PBGC AND COMMITTEE (1.0).
TOUSSI S	12/06/05	2.00	REVIEW COMMITTEE'S INFORMATION REQUEST RE AUSTRIAN SUBSIDIARY CONSOLIDATION MOTION (0.3); PREPARE RESPONSE TO SAME (1.0); REVIEW MATERIALS TO BE FORWARDED TO THE COMMITTEE AND PBGC AND PREPARE SAME FOR DISTRIBUTION (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	12/08/05	0.80	ADDRESS ISSUES RE AUSTRIAN SUB CONSOLIDATION MOTION AND POTENTIAL OBJECTION BY PARTIES (0.6); ADDRESS DUE DILIGENCE ISSUES RE SAME (0.2).
TOUSSI S	12/09/05	1.90	DISCUSS AUSTRIAN SUB CONSOLIDATION MOTION (0.7); REVIEW COMMITTEE STATEMENT IN RESPONSE TO SAME AND DRAFT RESPONSE (1.2).
TOUSSI S	12/12/05	1.50	ADDRESS ISSUES RE AUSTRIAN SUBSIDIARY CONSOLIDATION MOTION (0.5); DRAFT PROPOSED RESPONSE TO COMMITTEE'S STATEMENT (1.0).
TOUSSI S	12/13/05	3.00	EDIT AND REVISE RESPONSE TO COMMITTEE'S STATEMENT ON THE AUSTRIAN SUB CONSOLIDATION MOTION (2.5); VARIOUS CORRESPONDENCE WITH COMPANY RE SAME (0.5).
TOUSSI S	12/14/05	1.80	PREPARE PROFFER AND Q/A FOR AUSTRIAN SUB CONSOLIDATION MOTION (1.0); VARIOUS TELECONFERENCE RE SAME (0.8).
TOUSSI S	12/19/05	0.30	ADDRESS AND RESOLVE ISSUES RE AUSTRIAN SUB MOTION (0.3).
		15.10	
Total Associate		85.90	
TOTAL TIME		<u>140.60</u>	
CLIENT TOTAL		<u>4499.30</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Global Subsidiaries (Non-US)**

**Bill Date: 01/31/06
Bill Number: 1092991**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	12/15/05	Telecommunications, D	7.10
Telephone Expense	12/29/05	Telecommunications, D	4.21
Telephone Expense	12/29/05	Telecommunications, D	6.76
Telephone Expense	12/29/05	Telecommunications, D	0.93
		TOTAL TELEPHONE EXPENSE	\$19.00
Postage	12/14/05	Dist Serv/Mail/Page, D	2.00
		TOTAL POSTAGE	\$2.00
Vendor Hosted Teleconferencing	12/31/05	LegalConnect	231.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$231.00
		TOTAL MATTER	\$252.00
		TOTAL CLIENT	\$95,620.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Global Subsidiaries (Non-US)

Bill Date: 02/28/06
Bill Number: 1108418

NAME	DATE	HOURS	DESCRIPTION
Hiestand NL	01/06/06	2.30	PREPARE FOR AND FOLLOW UP TO TELECONFERENCE AND MEETING WITH SENIOR ADVISORS (2.3).
Hiestand NL	01/09/06	0.70	ATTEND TO SALES NOTICE, LEGAL FEES ISSUE (0.7).
Hiestand NL	01/10/06	0.20	BRAZIL LEGAL FEES ISSUE (0.2).
Hiestand NL	01/11/06	0.20	MISCELLANEOUS MATTERS (0.2).
Hiestand NL	01/12/06	0.20	ATTEND TO BRAZIL (0.2).
Hiestand NL	01/13/06	1.60	PREPARE FOR AND ATTEND SENIOR MEETING (1.6).
Hiestand NL	01/17/06	0.40	REVIEW OPEN ISSUES (0.4).
Hiestand NL	01/20/06	3.40	REVIEW SALE OF JT VENTURE ISSUES (1.1); TELECONFERENCE WITH SENIOR STAFF (1.5); REVIEW INVESTMENT POLICY MEMO (0.8).
Hiestand NL	01/23/06	0.30	REVIEW JOINT VENTURE INQUIRIES (0.3).
Hiestand NL	01/24/06	1.70	RESPOND TO ISSUES RE JOINT VENTURE SALE, OFFSET (1.7).
Hiestand NL	01/25/06	2.10	CONTINUED REVIEW OF SALE ISSUES (2.1).
Hiestand NL	01/27/06	2.60	PREPARE FOR AND ATTEND SENIOR ADVISOR TELECONFERENCE (1.8); REVIEW OF MEXIAN AND SET OFF ISSUES (0.8).
Hiestand NL	01/30/06	3.40	PREPARE FOR AND ATTEND TELECONFERENCE RE MEXICO SET OFF ISSUES (0.9); CONTINUED REVIEW OF JV ISSUE (1.9); REVIEW MOR (0.6).
Hiestand NL	01/31/06	2.20	CONTINUED CORRESPONDENCE WITH CLIENT AND WORK OR INSIDER ISSUE (2.2).
		21.30	
LYONS JK	01/30/06	2.00	CONFERENCE WITH FTI RE DEVELOPMENTS AND STRATEGIES RE GLOBAL RESTRUCTURING MATTERS (2.0).
		2.00	
MARAFIOTI KA	01/06/06	0.40	CONSIDER FURUKAWA EQUITY INFUSION (0.4).
MARAFIOTI KA	01/12/06	0.50	REVIEW CORRESPONDENCE RE DELPHI FURUKAWA AND ANALYZE SAME (0.5).
MARAFIOTI KA	01/16/06	0.40	CONSIDER ISSUES RE SUIT AGAINST CONDURA AND OTHER INVESTMENTS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTTI KA	01/27/06	0.20	ANALYZE ISSUES RE FURUKAWA EQUITY INFUSION (0.2).
MARAFIOTTI KA	01/30/06	0.50	ANALYZE ISSUES IN CONNECTION WITH POTENTIAL SALE OF INTEREST OF DELCO ELECTRONICS HOLDING TO JOINT VENTURE PARTNER (0.5).
MARAFIOTTI KA	01/31/06	0.20	REVIEWED CORRESPONDENCE RE PROJECT DISH (0.2).
		2.20	
Total Partner		25.50	
MEISLER RE	01/02/06	3.60	WORKED ON DELPHI FURUKAWA EQUITY INVESTMENT AND ALTERNATIVES RELATED THERETO, INCLUDING REVIEW OF CASH MANAGEMENT AND DIP ORDERS AND CORPORATE ORGANIZATIONAL DOCUMENTS (3.6).
MEISLER RE	01/04/06	2.40	CONTINUED ATTENTION TO DELPHI FURUKAWA MATTER (0.5) AND OTHER EQUITY INVESTMENT/CAPITAL EXPENDITURE MATTERS (0.3); TELECONFERENCE WITH S. CORCORAN RE SAME (0.1); TELECONFERENCE WITH E. HOFIUS RE SAME (0.1); TELECONFERENCE WITH M. MC GUIRE RE SAME (0.3); PARTICIPATE ON TELECONFERENCE WITH COMPANY RE DELPHI FURUKAWA (0.7); REVIEW EMAIL CORRESPONDENCE RE PBR (0.3); TELECONFERENCE WITH K. CRAFT RE SAME (0.1).
MEISLER RE	01/06/06	0.70	TELECONFERENCE WITH M. MC GUIRE RE DELPHI FURUKAWA (0.3); TELECONFERENCE WITH K. MARAFIOTTI RE SAME (0.4).
MEISLER RE	01/16/06	0.20	CONFERENCE WITH K. MARAFIOTTI RE EQUITY INVESTMENTS (0.2).
MEISLER RE	01/20/06	0.40	CONFERENCE WITH L. HIESTAND RE NEAR TERM STRATEGY (0.4).
MEISLER RE	01/23/06	0.20	TELECONFERENCE WITH M. DENSMORE RE DELPHI FURUKAWA (0.2).
MEISLER RE	01/26/06	0.20	CONFERENCE WITH J. SHEEHAN, R. BAXTER, AND M. MC GUIRE RE DELPHI FURUKAWA (0.2).
MEISLER RE	01/30/06	0.60	ANALYSIS OF DELPHI MEXICO M.UP INQUIRY (0.4); TELECONFERENCE WITH WORKING GROUP RE SAME (0.2).
		8.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PILKINGTON C	01/09/06	7.10	REVIEW OF DISTRIBUTION LIST FILE CORRESPONDENCE (2.6); ANALYSIS OF ISSUES RE SALE OF SHARES IN CHINESE JV TO JV PARTNER (1.6); DRAFTING NOTICE OF SALE RE SALE OF SHARES IN CHINESE JV AND DISTRIBUTION TO T. MATZ (2.9).
PILKINGTON C	01/10/06	3.10	REVIEW OF UPDATED CASE ACTION LIST (1.8); PURSUING MATTERS RE DHB SETTLEMENT AND PAYMENT OF FEES OF CITIBANK (1.3).
PILKINGTON C	01/11/06	5.90	REVIEW OF REVISED CASE CALENDAR (1.2); ISSUES RE SALE OF SHARES IN CHINESE JV AND FINALIZING THE SAME AHEAD OF INTERNAL DELPHI APPROVAL ON 19 JANUARY 2006 (1.9); REVIEW OF DISTRIBUTION LIST FILE CORRESPONDENCE (2.8).
PILKINGTON C	01/12/06	1.40	REVIEW OF CORRESPONDENCE OF DELPHI TO BUSINESS PARTNERS RE SET-OFF OF POSTPETITION TRANSACTIONS (1.4).
PILKINGTON C	01/13/06	3.60	REVIEW OF ISSUES RE DHB/CITIBANK SETTLEMENT AND PAYMENT OF CITIBANK'S LEGAL FEES (1.3); ANALYSIS OF ISSUES RE PENSIONS DEFICITS IN UK AND ISSUES WITH UK PENSIONS TRUSTEES/REGULATOR (1.9); ATTENDING HIGH-LEVEL STRATEGY TELECONFERENCE (0.4).
PILKINGTON C	01/16/06	1.60	REVIEW DELPHI DISTRIBUTION LIST CORRESPONDENCE (1.6).
PILKINGTON C	01/17/06	3.30	REVIEW OF UPDATED CASE ADMINISTRATION MATERIALS (1.9).
PILKINGTON C	01/18/06	3.30	AMENDING SALE NOTICE RE PROJECT DASKI AND DISTRIBUTION/ADVICE TO CLIENT THERETO (2.1); REVIEW OF DISTRIBUTION LIST FILE CORRESPONDENCE (1.2).
PILKINGTON C	01/19/06	1.30	REVIEW PROJECT DASKI SALE AGREEMENT AND FOLLOW UP TO N. STAURT RE TIMING/PROCESS ISSUES (1.3).
PILKINGTON C	01/23/06	4.10	REVIEW EMAIL OF S. DANIELS RE SALE OF CHINESE JV (0.8); REVIEW REVISED CHINESE JV TRANSFER AGREEMENT AND SALE NOTICE (1.1); ANALYSIS OF WHETHER JV PARTNER IS AN "INSIDER" FOR PURPOSES OF CHINESE JV (1.3); REVIEW OF MEMORANDUM RE DE MINIMUS INVESTMENT PROCEDURE (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOW LLP AND AFFILIATES

PILKINGTON C	01/24/06	5.40	REVIEW/ANALYSIS OF UPDATED CASE ADMINISTRATION MATERIALS (1.4); ANALYSIS/RESEARCH WHETHER JV PARTNER IS AN "INSIDER" FOR THE PURPOSES OF PROJECT DISH (1.8) AND EMAIL ADVICE TO S. DANIELS (0.4); TELECONFERENCE WITH L. HIESTAND/R. MEISLER (0.4); REVIEW AND ANALYSIS OF UPDATED TASK LIST ISSUES (1.4).
PILKINGTON C	01/25/06	5.40	REVIEW OF EMAIL CORRESPONDENCE RE "INSIDER" ISSUE ON PROJECT DISH (0.9); LEGAL RESEARCH THERETO AND MEMORANDUM OF ADVICE TO L. HIESTAND/R. MEISLER (2.3); REVIEW OF DISTRIBUTION LIST FILE CORRESPONDENCE RE REQUESTS FOR ASSUMPTION, RESERVATION OF RIGHTS AND PRODUCTION OF DOCUMENTS (2.2).
PILKINGTON C	01/26/06	7.20	REVIEW/UPDATE RE STATUS OF MALAYSIAN SHARE TRANSFER ISSUE (1.8); REVIEW/ANALYSIS OF BRAZILIAN INTERCOMPANY SET OFF ISSUES (0.4); REVIEW/ANALYSIS OF ISSUES RE UK PENSIONS DEFICITS AND DISCUSSIONS WITH TRUSTEES; UPDATE TO R. MEISLER/T. MATZ (1.9); UPDATE R. MEISLER/T. MATZ RE UK COMPANY ACCOUNTS (0.3); DRAFTING SLIDES RE PROJECT DISH FOR UCC PRESENTATION AND CONFIRMATION WITH COMPANY (2.4); REVIEW EMAIL/ISSUES L. HIESTAND/R. BERRY RE MEXICAN MAQUILADORA OPERATIONS (0.4).
PILKINGTON C	01/27/06	7.90	ANALYSIS OF MEXICAN "MAQUILATERA" BACKGROUND AND DOCUMENTS (2.1); ATTENDING TELECONFERENCE TO DISCUSS MEXICAN OPERATIONS AND ALLOCATION OF "MARK UP" (0.6); ADVICE TO R. REESE RE ALLOCATION OF "MARK UP" (0.6); AMENDING SLIDES RE PROJECT DISH FOR UCC PRESENTATION (0.4); ATTENDING WEEKLY STRATEGIC TELECONFERENCE (1.0); MEMORANDUM TO K. MARAFIOTI RE "INSIDER" ISSUE ON PROJECT DISH AND POSITION OF CHANGING AND ITS MANAGER MR. YANG YI (1.6); REVIEW OF DELPHI DISTRIBUTION LIST CORRESPONDENCE (1/23/06) (1.6).
PILKINGTON C	01/30/06	6.60	REVIEW OF MEXICAN "MAQUILALORA" ISSUES AND 2005 ADJUSTMENT REQUIRED TELECONFERENCE WITH R. REESE THERETO (1.8); REVIEW OF TRANSCRIPT OF 1/13/06 B.C. HEARING (1.9); REVIEW REVISED PROJECT DISH TRANSFER AGREEMENT (0.9); EMAIL ADVICE TO K. MARAFIOTI RE "INSIDER" ISSUE ON PROJECT DISH AND WHETHER B.C. MOTION NECESSARY (0.7); REVIEW WEEKLY TASK LIST AND INTERNATIONAL ISSUES (1.3).

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PILKINGTON C	01/31/06	5.60	REVIEW OF DELPHI DISTRIBUTION LIST CORRESPONDENCE (1.1); DRAFTING MOTION RE PROJECT DISH/SALE OF INTEREST IN CHINESE JV TO CO-VENTURER (3.8); DISCUSSION/ANALYSIS OF "INSIDER" ISSUES RE PROJECT DISH WITH L. Hiestand/K. Marafioti (0.7).
		72.80	
STUART NL	01/04/06	6.20	TELECONFERENCE WITH R. Meisler RE JOINT VENTURE ISSUES (0.1); REVIEW JV ORGANIZATIONAL DOCUMENTS AND AGREEMENTS (3.6); DRAFT MEMO RE SAME (2.6).
STUART NL	01/05/06	5.00	CONDUCT RESEARCH RE EQUITY INVESTMENTS (0.4); CONTINUE TO REVIEW ISSUES RELATED TO JOINT VENTURE INVESTMENTS (0.8); TELECONFERENCE WITH CLIENT RE JV INVESTMENT (0.3); REVIEW HEARING TRANSCRIPT RE INTERCOMPANY LOANS (0.4); CONTINUE ANALYSIS OF JV TRANSACTION (1.9); REVIEW AND REVISE MEMO RE INTERCOMPANY LOANS (1.2).
STUART NL	01/06/06	2.40	DISCUSS INTERNAL STRATEGY RE EQUITY INVESTMENTS AND INTERCOMPANY LOANS (0.9); REVIEW AND REVISE PROPOSED JV AGREEMENT AMENDMENT (1.4); TELECONFERENCE WITH CLIENT RE SAME (0.1).
STUART NL	01/09/06	3.10	RESEARCH RE EQUITY INVESTMENTS AND DE MINIMIS INVESTMENT PROCEDURES (3.1).
STUART NL	01/10/06	9.10	CONTINUE RESEARCH RE INVESTMENT PROCEDURES AND REVIEW PRECEDENT RE SAME (3.7); BEGIN DRAFTING INVESTMENT PROCEDURES (2.1); REVISE POTENTIAL JV INVESTMENT DOCUMENTATION (1.8); REVISE INVESTMENT PROCEDURES (1.2); FOLLOW-UP ON "GRANTING CLAUSE" REQUIREMENT IN INVESTMENT DOCUMENTATION (0.3).
STUART NL	01/11/06	6.50	DRAFT MEMO RE DE MINIMIS INVESTMENTS (1.2); REVIEW CREDIT AGREEMENT RE POTENTIAL INTERCOMPANY TRANSFERS (2.4); CONDUCT ADDITIONAL RESEARCH RE JOINT VENTURE CONTRIBUTIONS (2.9).
STUART NL	01/12/06	4.50	DRAFT MEMO RE POTENTIAL INVESTMENTS IN JOINT VENTURE (2.6); REVIEW JOINT VENTURE TRANSACTIONS (1.9).
STUART NL	01/17/06	2.60	DRAFT AND REVISE SLIDES RE LABOR AND CREDITOR COMMITTEE APPOINTMENT FOR PRESENTATION (2.2); ADDRESS ISSUES RELATED TO FURUKAWA TRANSACTION (0.4).

39.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	01/10/06	2.70	RESEARCH ISSUES RE SUBSIDIARY SETOFF MATTERS (1.0); PREPARE AND EDIT CLIENT MEMO RE LEGAL ISSUES RELATED TO GLOBAL SETOFF MATTERS (1.2); FOLLOWUP ISSUES RE SAME (0.5).
		2.70	
TURMAN III RE	01/10/06	0.90	ADVISE ON JV STRUCTURE (0.9).
TURMAN III RE	01/11/06	5.20	ADVISE ON INTERCOMPANY LIEN ISSUES (4.2); EDIT/REVIEW 10-K RISK FACTORS (1.0).
		6.10	
Total Associate		129.30	
TOTAL TIME		<u>154.80</u>	
CLIENT TOTAL		<u>5254.20</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Global Subsidiaries (Non-US)**

Bill Date: 02/28/06
Bill Number: 1108418

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	01/20/06	Copy Center, D	108.00
TOTAL IN-HOUSE REPRODUCTION			\$108.00
Telephone Expense	01/20/06	Telecommunications, D	35.14
Telephone Expense	01/27/06	Telecommunications, D	0.07
Telephone Expense	01/27/06	Telecommunications, D	0.06
Telephone Expense	01/27/06	Telecommunications, D	4.26
Telephone Expense	01/27/06	Telecommunications, D	5.27
Telephone Expense	01/27/06	Telecommunications, D	0.20
TOTAL TELEPHONE EXPENSE			\$45.00
Westlaw	01/05/06	Stuart NL	36.98
Westlaw	01/09/06	Stuart NL	71.12
Westlaw	01/10/06	Stuart NL	110.96
Westlaw	01/17/06	Micheli MJ	38.94
TOTAL WESTLAW			\$258.00
Vendor Hosted Teleconferencing	12/31/05	Teleconferencing Services, LLC	98.44
Vendor Hosted Teleconferencing	01/31/06	LegalConnect	15.56
TOTAL VENDOR HOSTED TELECONFERENCING			\$114.00
Wireless - Mobile/Cellular/Pager	01/06/06	Hiestand NL	420.00
TOTAL WIRELESS - MOBILE/CELLULAR/PAGER			\$420.00
TOTAL MATTER			\$945.00
TOTAL CLIENT			\$147,767.00